

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

POWER INVESTMENTS, LLC,)	
)	
Plaintiff/Counterclaim-)	
Defendant,)	
)	Case No. 4:21-cv-01022
vs.)	
)	
CARDINALS PREFERRED, LLC,)	
)	
Defendant/Counterclaim-)	
Plaintiff.)	

DECLARATION OF WAYNE C. STANSFIELD, ESQ.

I, Wayne C. Stansfield, Esq., declare as follows:

1. I am an attorney with the law firm of Reed Smith LLP, counsel to Defendants/Counterclaim-Plaintiff Cardinals Preferred, LLC (“Cardinals”) in the above-captioned action. As such, I am fully familiar with the facts set forth herein.
2. I submit this Declaration in connection with the Defendant’s Motion for a Temporary Restraining Order and Preliminary Injunction against Plaintiff/Counterclaim Defendant’s Power Investments, LLC (“Power”).
3. Attached hereto as **Exhibit 1** is a true and correct copy of excerpts from the Temporary Restraining Order Hearing Transcript, dated August 19, 2021.
4. Attached hereto as **Exhibit 2** is a true and correct copy of an email, dated April 30, 2020, from Christopher R. LaRose, Esq.
5. Attached hereto as **Exhibit 3** is a true and correct copy of a letter, dated October 22, 2021, Mr. LaRose sent to Mr. David Disque and Mr. Victor Dupont.

6. Attached hereto as **Exhibit 4** is a true and correct copy of a letter, dated October 14, 2021, Mr. DuPont, and Mr. Disque sent to Mr. Miller.

7. Attached hereto as **Exhibit 5** is a true and correct copy of a letter, dated October 14, 2021, Mr. DuPont and Mr. Disque sent to Mr. LaRose.

8. Attached here to as **Exhibit 6** is a true and correct copy of a letter, dated October 22, 2021, Mr. Miller sent to Mr. DuPont and Mr. Disque.

9. Attached hereto as **Exhibit 7** is a true and correct copy of Meeting Minutes for Ashley's Board of Managers' meeting, dated November 17, 2021.

10. Attached hereto as **Exhibit 8** is a true and correct copy of an email, dated December 2, 2021, from Mr. Disque to Mr. Miller.

11. Attached hereto as **Exhibit 9** is a true and correct copy of the Sixth Amendment to the Regions Bank Loan

12. Attached hereto as **Exhibit 10** is a true and correct copy of the Seventh Amendment to the Regions Bank Loan.

13. Attached hereto as **Exhibit 11** is a true and correct copy of the First Amendment to Regions Bank Loan.

14. Attached hereto as **Exhibit 12** is a true and correct copy of the Second Amendment to Regions Bank Loan.

15. Attached hereto as **Exhibit 13** is a true and correct copy of the Third Amendment to Regions Bank Loan.

16. Attached hereto as **Exhibit 14** is a true and correct copy of the Fourth Amendment to Regions Bank Loan.

17. Attached hereto as **Exhibit 15** is a true and correct copy of the Fifth Amendment to Regions Bank Loan.

18. Attached hereto as **Exhibit 16** is a true and correct copy of Ashley Energy LLC's Board of Managers' Resolution approving the Fourth Amendment to the Regions Bank Loan.

19. Attached hereto as **Exhibit 17** is a true and correct copy of Ashley Energy LLC's Board of Managers' Resolution approving the Fifth Amendment to the Regions Bank Loan.

20. Attached hereto as **Exhibit 18** is a true and correct copy of an email exchange, dated December 8, 2021 and December 9, 2021, between Mr. DuPont, Mr. Disque, and Mr. Miller.

21. Attached hereto as **Exhibit 19** is a true and correct copy of an email, dated December 10, 2021, Mr. Miller sent to Mr. DuPont and Mr. Disque.

22. Attached hereto as **Exhibit 20** is a true and correct copy of an email, dated December 13, 2021, Mr. Miller sent to Mr. DuPont and Mr. Disque.

23. Attached hereto as **Exhibit 21** is a true and correct copy of a letter I received, dated December 16, 2021, from Mr. LaRose.

24. Attached hereto as **Exhibit 22**, is a true and correct copy of the email, dated December 20, 2021, Mr. Miller sent to Sandberg Phoenix & Von Gontard P.C.

25. Attached hereto as **Exhibit 23**, is a true and correct copy of an email exchange, dated August 31, 2021, between Mr. S. O'Brien, Mr. LaRose, Mr. D. O'Brien, Mr. Tusso, and me.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: December 20, 2021

/s/ Wayne C. Stansfield
Wayne C. Stansfield, Esq.